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OPERATIONS CENTER

2004 MAY 18 P 4:19

1776 K STREET NW
WASHINGTON, DC 20006
PHONE 202.719.7000
FAX 202.719.7049

Virginia Office
7925 JONES BRANCH DRIVE
SUITE 6200
McLEAN, VA 22102
PHONE 703.905.2800
FAX 703.905.2820

www.wrf.com

May 18, 2004

Jan Witold Baran
202.719.7330
jbaran@wrf.com

BY HAND DELIVERY

Jeff S. Jordan, Esq.
Supervisory Attorney
Office of General Counsel
Federal Election Commission
999 E Street, NW
Washington, DC 20463

Re: MUR 5440 (BellSouth Corporation)

Dear Mr. Norton:

This office represents BellSouth Corporation ("BellSouth"), which has received a complaint ("Complaint") designated Matter Under Review ("MUR") 5440 by the Federal Election Commission (the "FEC" or "Commission"). Pursuant to 2 U.S.C. § 437g(a)(1) and 11 C.F.R. § 111.6, we hereby file a response to the Complaint. For the reasons stated below, we request that the Commission find no reason to believe that BellSouth violated the Federal Election Campaign Act of 1971, as amended ("Act").

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FEDERAL ELECTION
COMMISSION
OFFICE OF GENERAL
COUNSEL

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BACKGROUND

A. Respondent

BellSouth is a corporation providing telecommunication services. It is headquartered in Atlanta, Georgia. See Affidavit of Lyndon Boozer ¶ 2 (hereinafter "Boozer Aff."), attached hereto at Tab A.

B. Facts

In the Fall of 2003, Lyndon Boozer, an employee of BellSouth, D.C., Inc., which is a subsidiary of BellSouth, attended a breakfast meeting sponsored by America Coming Together ("ACT"). Boozer Aff. ¶ 3. During this briefing session, the representatives of ACT spoke extensively about their planned and technologically advanced get-out-the-vote effort. Id. The representatives made no discussion of any presidential candidate or of any planned advertising. Id. ¶¶ 4-5. Based upon the information gathered at this meeting and in reliance upon representations of ACT's personnel, BellSouth made a donation of \$30,000 to the nonfederal account of ACT on or about December 19, 2003. Id. ¶¶ 6-7. See also Affidavit of Eileen McCaughey ¶ 7 and Exhibit 3 thereto (discussing the check and transmittal language sent to ACT) (hereinafter "McCaughey Aff."), attached hereto at Tab B. The check from BellSouth to the nonfederal account of ACT was accompanied by a legend, restricting ACT's use of the donation specifically and

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only to activities permissible under federal and state law and prohibiting the donation's use for contributions, expenditures, or electioneering communications. McCaughey Aff. ¶ 7 and Exhibit 3 thereto.

On or about December 19, 2003, BellSouth made a donation of \$22,500 to Voices for Working Families ("VWF") and, contemporaneously, sent, along with the check, written restrictions on its donation that were exactly like those imposed on the ACT donation. Id. ¶ 6 and Exhibit 2 thereto. BellSouth made this donation in reliance upon VWF documentation, including a memo from VWF's outside counsel stating that corporate donations to VWF were permissible. See id. ¶¶ 4-5 and Exhibit 1 thereto.

According to the IRS website, www.irs.gov/polorgs, the nonfederal account of ACT is registered as a 527 political organization with the IRS, having an Employer Identification Number ("EIN") of 20-0094706. VWF also is registered as a 527 political organization with the IRS and has an EIN of 20-0140051. Neither the nonfederal account of ACT nor VWF is registered as a political committee with the FEC.

C. The Complaint

The Complaint was filed by Bush-Cheney '04, Inc. and the Republican National Committee on April 1, 2004. It lists a number of 527 political

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organizations and connected individuals as Respondents. BellSouth is not named on the face of the Complaint as a Respondent, and BellSouth's name only appears on a list of all publicly reported contributors to the 527 political organizations, in Appendix P to the Complaint.

At its core and aside from the many pages of political rhetoric, the Complaint puts forward several charges against 527 political organizations and associated individuals, making arguments that, because of certain conduct, the 527 political organizations should retroactively be deemed to be "political committees" under the Act. Nowhere does the Complaint allege that the 527 political organizations in question, including the nonfederal account ACT and VWF, have registered with the FEC as political committees. Also, nowhere in the Complaint is it alleged that BellSouth has a connection with a 527 political organization other than past corporate contributions.

D. The Law

"Political organizations" with gross receipts of more than \$25,000 for a taxable year that are not registered with the Commission and are not political committees of state and local candidates or political parties must file a notification of political organization status with the IRS. IRC § 527(i). These political organizations are popularly referred to as "527 political organizations" or simply

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“527s.” The same political organizations, except those registered and reporting in the states, must file regular reports of contributions and disbursements with the IRS. Id. § 527(j). These same political organizations also are required to file an annual informational return with the IRS, on IRS Form 990, once per year unless they are “qualified state or local political organizations,” see id. § 527(3)(5), and have annual gross receipts of \$100,000 or less. Id. § 6033(g).

A “political organization” under section 527 is “a party, committee, association, fund, or other organization (whether or not incorporated) organized and operated primarily for the purpose of directly or indirectly accepting contributions or making expenditures, or both, for an exempt function.” Id. § 527(e)(1). “Exempt function,” in turn, means “the function of influencing or attempting to influence the selection, nomination, election, or appointment of any individual to any Federal, State, or local public office or office in a political organization, or the election of Presidential or Vice-Presidential electors, whether or not such individual or electors are selected, nominated, elected, or appointed.” Id. § 527(e)(2).

No provision of the Act limits contributions by business corporations to 527 political organizations that are not also “political committees” under the Act. The Commission has suspended for 90 days a Rulemaking that concerns the legal status of 527 political organizations that engage in certain conduct, much like the conduct

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alleged in the Complaint. See FEC, Political Committee Status, 69 Fed. Reg. 11,736 (March 11, 2004) (Notice of Proposed Rulemaking). See also Bureau of National Affairs, FEC Rejects Rules for 527s This Year, Leaves Door Open for Future Regulation (May 14, 2004).

DISCUSSION

As stated above, the Complaint concerns the political committee status of various 527 political organizations and the actions of individuals and other entities connected to those political organizations. In the end, all that can be inferred to be alleged against BellSouth in this MUR is that in 2003 BellSouth merely made a donation of \$30,000 to the nonfederal account of ACT and a donation of \$22,500 to VWF. Neither the nonfederal account of ACT nor VWF is now or ever was registered as a political committee under the Act, and, therefore, the Act's prohibition on corporate contributions does not apply to corporations that contribute to them.¹ There are no federal limits or prohibitions related to corporate donations to 527 political organizations.² Because the Act is inapplicable to corporate

¹ America Coming Together does have a federal account registered with the FEC, ID No. C00388876, but BellSouth has not made, and has not been accused of making, any contribution to this political committee.

² If a 527 political organization is registered in a state as a state PAC, then state law will apply to the donations that may be made to the 527.

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donations to 527 political organizations, BellSouth could not have violated the Act and, therefore, BellSouth should be dismissed.

Furthermore, regardless of what the Commission finds in this MUR vis-à-vis the political committee status of the nonfederal account of ACT, VWF, and the other 527 political organizations, it should not retroactively impose its findings and related liability on the unsuspecting and otherwise uninvolved donors who donated to the 527s when they were not registered as political committees. BellSouth made its donations in reliance upon the assurances of ACT and VWF that their activities, and, therefore, BellSouth's donations, were in complete compliance with all federal campaign finance laws. See Boozer Aff. ¶¶ 6-7 & McCaughey Aff. ¶¶ 4-5. See also Exhibits 2 & 3 to the McCaughey Aff. (stating the limits that accompanied the donations).

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CONCLUSION

For the reasons discussed above, the Commission should find no reason to believe that BellSouth violated the Act. BellSouth did not violate any federal election laws by making corporate donations to the nonfederal account of ACT, VWF, or any other 527 political organization.

Sincerely,



Jan Witold Baran
D. Mark Renaud

Counsel to BellSouth Corporation

27044180567

BEFORE THE FEDERAL ELECTION COMMISSION

In the Matter of BellSouth Corporation

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MUR No. 5440

Affidavit of Lyndon Boozer

COMES NOW the above-identified individual before an officer authorized to administer oaths, and states the following:

1.

My name is Lyndon Boozer. I am above the age of 18, and competent to give the following affidavit in the above-referenced matter, and make these statements based upon my personal knowledge.

2.

I am employed by BellSouth, D.C., Inc. ("BSDC") as an Assistant Vice President – Federal Relations. BSDC is a subsidiary of BellSouth Corporation, a major telecommunications firm based in Atlanta, Georgia.

3.

In the fall of 2003, I attended a breakfast meeting sponsored by America Coming Together ("ACT"), which I understand to be a political organization organized under Section 527 of the Tax Code. During that briefing session, the representatives of ACT spoke extensively about their "get out the vote" efforts and certain technologies that will be used in connection with their "get out the vote" efforts in the 2004 election. Those representatives indicated that the technology that they were going to use in that regard

would cause the "get out the vote" efforts to be more effective than it had been in the 2000 election.

4.

There was no discussion by the representatives of ACT of that organization's being associated with any particular presidential candidate. This made sense to me, as the Presidential primary campaign was still in full force and the Democratic nomination was still very much at issue. In fact, Howard Dean led most polls at that time, to the best of my recollection. There was certainly no discussion of any relationship to the John Kerry for President campaign.

5.

Additionally, I specifically recall that there was no discussion of advertising during that presentation.

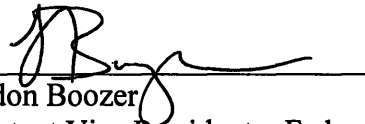
6.

Later in the fall (specifically in December) we at BSDC were considering making donations to various organizations, including ACT. I discussed ACT with one of my colleagues (Mary "Pepper" English). I discussed the "get out the vote" effort that had been described to me in the breakfast meeting mentioned previously. We then concluded that a donation to ACT would be appropriate.

7.

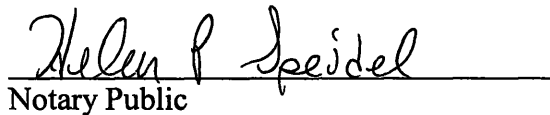
In making that determination, we relied on ACT's description of its "get out the vote" effort, which representations formed the basis of our decision to make the donation to ACT.

Dated this 17th day of May, 2004.



Lyndon Boozer
Assistant Vice President – Federal Relations
BellSouth, D.C., Inc.

Sworn and sealed this 18th day of May, 2004.


Notary Public

(SEAL)

Helen P. Speidel
Notary Public District of Columbia
My Commission Expires Nov 14, 2007

27044180570

BEFORE THE FEDERAL ELECTION COMMISSION

In the Matter of BellSouth Corporation

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MUR No. 5440

Affidavit of Eileen McCaughey

COMES NOW the above-identified individual before an officer authorized to administer oaths, and states the following:

1.

My name is Eileen McCaughey. I am above the age of 18, and competent to give the following affidavit in the above-referenced matter, and make these statements based upon my personal knowledge.

2.

I am employed by BellSouth, D.C., Inc. ("BSDC") as a Director – Planning and Political Operations. BSDC is a subsidiary of BellSouth Corporation, a major telecommunications firm based in Atlanta, Georgia.

3.

As part of my job responsibilities at BSDC, I process requests for, and payment of, political contributions. As part of my job function, I processed BellSouth's donations to America Coming Together—Nonfederal Account ("ACT") and Voices for Working Families ("VWF").

4.

I have attached to this Affidavit as Exhibit 1 materials from VWF that we reviewed prior to making a donation to that organization, including a memo from VWF's outside counsel attesting to the permissibility of corporate donations.

5.

In making a donation to VWF, we relied on VWF's documentation of its efforts and the counsel's memorandum.

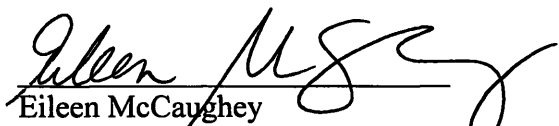
6.

I have attached to this Affidavit as Exhibit 2 a copy of the check comprising the contribution made by BellSouth to VWF. This check has on it a legend that details the restricted use of the donation from BellSouth, and both the check and the legend were sent to VWF contemporaneously.

7.

I have attached as Exhibit 3 a copy of the check comprising the contribution made by BellSouth to ACT. This check has on it a legend that details the restricted use of the donation from BellSouth, and both the check and the legend were sent to ACT contemporaneously.

Dated this 17th day of May, 2004.


Eileen McCaughey
Director – Planning and Political Operations
BellSouth, D.C., Inc.

Sworn and sealed this 18th day of May, 2004.


Notary Public

Helen P. Spedel
Notary Public District of Columbia
My Commission Expires Nov 14, 2007

(SEAL)

2.

27044180572

McCaughy, Eileen

From:

Sent: Tuesday, December 16, 2003 12:24 PM

To: McCaughy, Eileen

Subject: Voices for Working Families

Attached is the fundraising rules. Checks are made payable to:

Voices for Working Families
888 16th Street, NW - 4th Floor
Washington, D.C. 20006

Our website has our basic information: www.voicesforworkingfamilies.org. If you have any questions, please feel free to call me at office 202-674-8324.

Suzy

27044180573

12/16/2003

(7)

10/3/03

To: Voices For Working Families

Re: Fundraising

I. Sources.**A. Permissible - No Limit.**

1. Unions*
2. Trade and Professional Associations*
3. Individuals (other than foreign nationals)
4. Political Committees - Hard Money
5. 527a - Soft Money

* For tax reasons, unions and corporations should make contributions from their soft money political accounts, not from general treasury accounts.

B. Impermissible.

1. National Party Committees
2. State and Local Party Committees
3. Candidates and their Campaign Committees
4. Leadership PACs
5. 501(c)(3)s.

II. Fundraising Solicitations

- A. Officers and agents of national, state and local party committees acting on their behalf may not solicit any funds for or direct funds to Voices.

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- B. Federal candidates and officeholders (Senators, Members) and their agents and controlled entities (such as leadership PACs) may not solicit contributions to Voices unless the funds are from sources and in amounts permissible under federal law (hard money).
- A. Union officers should not solicit funds from any individual or entity who is a vendor for or employs members of his or her union.

Michael B. Trister
Lichtman, Trister & Ross, PLLC



Voices for Working Families: Making Every Vote Count

Voices for Working Families is a nonprofit, nonpartisan 527 organization created to ensure that everyone in this country can participate fully in America's political life.

We work to register voters in communities of color and among working women and others to share information about critical working family issues and to provide opportunities to raise a unified voice for social and economic justice before political leaders and candidates.

- At Stake: Jobs, Health and Basic Rights
- Making Every Vote Count
- Our Board of Directors
- Support Voices for Working Families

[Home](#) | [At Stake: Jobs, Health and Basic Rights](#) | [Make Every Vote Count](#) | [Voter Registration Links](#) | [Our Board of Directors](#) | [Support Voices for Working Families](#)

Voices for Working Families
888 16th St., N.W.
Washington, D.C. 20008
202-974-8320
www.voicesforworkingfamilies.org

27044180576



Voice for Working Families Board of Directors

VOICES FOR WORKING FAMILIES OFFICERS

Gerald W. McEntee, Chairman, Voices for Working Families
President, American Federation of State, County and Municipal Employees

Arlene Holt-Baker, President, Voices for Working Families

Linda Chavez-Thompson, Treasurer, Voices for Working Families
Executive Vice President, AFL-CIO

H. Carl McCall, Vice President, Voices for Working Families
Managing Director, Health Point

Geraldine Ferraro, Vice President, Voices for Working Families
Executive Vice President, The Global Consulting Group

Honorable Bill Richardson, Vice President, Voices for Working Families
Governor, State of Mexico

Suzy Ballantyne, Executive Director, Voices for Working Families

VOICES FOR WORKING FAMILIES BOARD MEMBERS

Morton Bahr, President, Communications Workers of America
Leo Gerard, President, United Steelworkers of America
Gloria Caello, Executive Director, Asian Pacific American Labor Alliance
John Connolly, President, American Federation of Television and Radio Artists
Douglas Derty, President, United Food and Commercial Workers International Union
Marcia L. Dyson, University of Pennsylvania Africana Studies
Myrlie Evers-Williams, Chairman Emeritus, NAACP
Melissa Gilbert, President, Screen Actors Guild
Gloria Johnson, President, Coalition of Labor Union Women
George Kourpias, President, Alliance for Retired Americans
Bill Lann Lee, Former Attorney General for Civil Rights
William Lucy, President, Coalition of Black Trade Unionists

Bill Lynch, Bill Lynch, Associates

Leon Lynch, International Vice President (Human Affairs), United Steelworkers of America

Ed McElroy, Secretary-Treasurer, American Federation of Teachers

Eliseo Medina, Vice President, Service Employees International Union

Milton Rosado, President, Labor Council for Latin American Advancement

Osmen Siddique, Former Ambassador to Fiji

Harold Schaltberger, General President, International Association of Firefighters

Dr. Ronald Walters, Director, African-American Leadership Institute at the University of Maryland, College Park

Nancy Wohlforth, Secretary-Treasurer, Office & Professional Employees International Union

[Home](#) | [At Stake: Jobs, Health and Basic Rights](#) | [Make Every Vote Count](#) | [Voter Registration Links](#) | [Our Board of Directors](#) | [Support Voices for Working Families](#)

Voices for Working Families
888 16th St., N.W.
Washington, D.C. 20006
202-874-8320
www.voicesforworkingfamilies.org

Political Organization
Notice of Section 527 Status

OMB No. 1545-1693

Part I General Information

1 Name of organization
Voices For Working Families

Employer identification number
20 - 0140051

2 Mailing address (P.O. box or number, street, and room or suite number)

888 Sixteenth Street NW

City or town, state, and ZIP code

Washington, DC 20006

3 Check applicable box: ☐ Initial notice ☒ Amended notice ☐ Final notice

4a Date established

08/08/2003

4b Date of material change

10/06/2003

5 E-mail address of organization

SBallentyne@voicesforworkingfamilies.org

6a Name of custodian of records

Suzy Ballentyne

Custodian's address

888 Sixteenth Street NW

Washington, DC 20006

7a Name of contact person

Suzy Ballentyne

Contact person's address

888 Sixteenth Street NW

Washington, DC 20006

8 Business address of organization (if different from mailing address shown above). Number, street, and room or suite number

888 Sixteenth Street NW

City or town, state, and ZIP code

Washington, DC 20006

9a Election authority

NONE

9b Election authority identification number

Part II Notification of Claim of Exemption From Filing Certain Forms (see instructions)

10a Is this organization claiming exemption from filing Form 8872, Political Organization Report of Contributions and Expenditures, as a qualified state or local political organization? Yes ☐ No ☒

10b If "Yes," list the state where the organization files reports:

11 Is this organization claiming exemption from filing Form 990 (or 990-EZ), Return of Organization Exempt from Income Tax, as a caucus or associations of state or local officials? Yes ☐ No ☒

Part III Purpose

12 Describe the purpose of the organization

Voter registration, education and mobilization.

27044180579

Patricia Friend

Director

1275 K Street, N.W. 5th Floor
Washington, DC 20005

Myrtle Evers-Williams

Director

4805 Mt. Hope Drive
Baltimore, MD 21215

Douglas Dority

Director

1775 K Street, N.W.
Washington, DC 20006

Gloria Casle

Director

888 Sixteenth Street NW
Washington, DC 20006

Morton Bahr

Director

501 Third Street, N.W.
Washington, DC 20001

Suzy Ballantyne

Director, Executive Director

888 Sixteenth Street NW
Washington, DC 20006

Honorable Bill Richardson

Director, Vice President

State Capital Building
Santa Fe, NM 87501

H. Carl McCall

Director, Vice President

505 Park Avenue
New York, NY 10022

Linda Chavez-Thompson

Director, Treasurer

888 Sixteenth Street NW
Washington, DC 20006

Arlene Holt-Baker

Director, President

888 Sixteenth Street NW
Washington, DC 20006

Gerald W. McEntee

Director, Chairman

1625 L Street, N.W.
Washington, DC 20036

Geraldine Ferraro

Director, Vice President

22 Cortlandt Street 14th Floor
New York, NY 10007

John Connolly

Director

5757 Wilshire Boulevard Suite 900
Los Angeles, CA 90036

Reverend Marcia L. Dyson

Director

3401 Walnut Street Suite 338A
Philadelphia, PA 19104 - 6226

Under penalties of perjury, I declare that the organization named in Part I is to be treated as a tax-exempt organization described in section 527 of the Internal Revenue Code, and that I have examined this notice, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. I further declare that I am the official authorized to sign this report, and I am signing by entering my name below.

Michael B. Trister

10/17/2003

Sign
Here

Name of authorized official

Date

Part IV List of All Related Entities (see instructions)

13 Check if the organization has no related entities.

14a Name of related entity

14b Relationship

14c Address

Part V List of All Officers, Directors, and Highly Compensated Employees (see instructions)

15a Name

15b Title

15c Address

Nancy Wohlforth

Director

1660 L Street, N.W. Suite 801
Washington, DC 20005

Dr. Ronald Walters

Director

609 Mission Hills Court
Silver Spring, MD 20905

M. Osman Siddique

Director

1101 30th Street, N.W. Suite 300
Washington, DC 20007

Harold Schaitberger

Director

1750 New York Avenue, N.W.
Washington, DC 20006

Milton Rosado

Director

888 Sixteenth Street NW
Washington, DC 20006

Eliseo Medina

Director

1055 Wilshire Suite 1050
Los Angeles, CA 90010

Ed McElroy

Director

555 New Jersey Avenue, N.W.
Washington, DC 20001

Leon Lynch

Director

Five Gateway Center
Pittsburgh, PA 15222

Bill Lynch

Director

41 Hamilton Terrace
New York, NY 10031

William Lucy

Director

P.O. Box 66268
Washington, DC 20035

Bill Lann Lee

Director

275 Battery Street 28th Floor
San Francisco, CA 94111

George Kourpias

Director

888 Sixteenth Street NW
Washington, DC 20006

Gloria Johnson

Director

501 Third Street, N.W. 8th Floor
Washington, DC 20001

Melissa Gilbert

Director

5757 Wilshire Boulevard
Los Angeles, CA 90036

Leo Gerard

Director

Five Gateway Center
Pittsburgh, PA 15222

27044180581



Via messenger
mhr

AP Help Desk (404) 586-1101

Vendor Name		Check Number	1006696
VOICES FOR WORKING FAMILIES*****		Check Date	12/19/2003
Vendor Number	59059	Check Amount	\$22,500.00

Date	Invoice Number	Description	Invoice Amount	Discount	Net Amount
12/16/2003	VOICESFORWORKI121503	POLITICAL CONTRIBUTION. VOICES FOR WORKING F	22,500.00		22,500.00
<p>We are pleased to send the attached check from BellSouth Corporation in the amount of \$22,500. We understand that the Voices for Working Families is an organization exempt from taxation under section 527 of the Internal Revenue Code. This donation is conditioned on the Voices for Working Families using it solely for activities that it may finance under applicable federal and state laws. Furthermore, we understand that none of the activities that would constitute contributions, expenditures or electioneering communications under the Federal Election Campaign Act, as amended. Finally, the Voices for Working Families may not use this payment in any manner that would create a registration and /or reporting obligation for BellSouth Corporation in any state or in any state in which such contribution is prohibited.</p>					
Total			\$22,500.00	0.00	\$22,500.00

THE FACE OF THIS DOCUMENT IS MULTICOLORED WITH AN ARTIFICIAL WATERMARK ON THE BACK. VOID IF WATERMARK IS ABSENT.



AP Help Desk (404) 586-1101

PAY Twenty-two thousand five hundred and 00/100 Dollars

TO THE ORDER OF

VOICES FOR WORKING FAMILIES*****

888 SIXTEEN STREET NW
WASHINGTON, DC 20006

DATE	CHECK AMOUNT
12/19/2003	\$22,500.00

AUTHORIZED SIGNATURE

5

BELLSOUTH

Via messenger

PAGE Page 1 of 1

A/P Help Desk (404) 586-1101

Vendor Name

AMERICA COMING TOGETHER - NONFEDERAL ACCOUNT*****

Vendor Number 59058

Check Number 1006684

Check Date 12/19/2003

Check Amount \$30,000.00

Date	Invoice Number	Description	Invoice Amount	Discount	Net Amount
12/16/2003	AMERICANCOMING121603	POLITICAL CONTRIBUTION. AMERICA COMING TOGETHER	30,000.00		30,000.00
<p>We are pleased to send the attached check from BellSouth Corporation in the amount of \$30,000. We understand that America Coming Together—Non-Federal Account is an organization exempt from taxation under section 527 of the Internal Revenue Code. This donation is conditioned on the America Coming Together's using it solely for activities that it may finance under applicable federal and state laws. Furthermore, we understand that none of the activities that would constitute contributions, expenditures or electioneering communications under the Federal Election Campaign Act, as amended. Finally, the America Coming Together may not use this payment in any manner that would create a registration and /or reporting obligation for BellSouth Corporation in any state or in any state in which such contribution is prohibited.</p>					
Total			\$30,000.00	0.00	\$30,000.00

THE FACE OF THIS DOCUMENT IS MULTICOLORED WITH AN ARTIFICIAL WATERMARK ON THE BACK. VOID IF WATERMARK IS ABSENT.

BELLSOUTH

A/P Help Desk (404) 586-1101

VOID
64-77
61
4006684

PAY Thirty thousand and 00/100 Dollars

TO THE ORDER OF

AMERICA COMING TOGETHER - NONFEDERAL ACCOUNT*****

188 16TH STREET NW., FOURTH FLOOR
WASHINGTON, DC 20006

DATE	CHECK AMOUNT
12/19/2003	*****\$30,000.00

AUTHORIZED SIGNATURE

③